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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:
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<b>DELPHI CORPORATION, et al.,</b>	:
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	:
<b>Debtors</b>	:
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**CONDITIONAL WITHDRAWAL OF ASSIGNEE'S OBJECTION TO NOTICE OF  
CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT OR UNEXPIRED  
LEASE TO BE ASSUMED AND ASSIGNED IN CONNECTION WITH THE SALE OF  
INTERIORS AND CLOSURES BUSINESSES**

WESCO Distribution, Inc. ("WESCO" or "Assignee"), by its undersigned attorneys, Kirkpatrick & Lockhart Preston Gates Ellis LLP, hereby files this Conditional Withdrawal of Assignee's Objection to the Notice of Cure Amount with Respect to Executory Contract or Unexpired Lease to be Assumed and Assigned in Connection with the Sale of Interiors and Closures Businesses, filed on December 10, 2007 at Docket No. 11385 (the "Objection"). WESCO is withdrawing its Objection at the request of Delphi Corporation and certain of its affiliates ("Delphi"), based on representations by Delphi's counsel that Delphi will not be assuming or assigning Purchase Order Number 460005746 (the "Purchase Order") to Inteva

Products, LLC and certain of its affiliates and that WESCO will nevertheless, and without prejudice, retain any and all rights and claims that it has against Delphi in connection with the Purchase Order and will be eligible to be paid, and will be paid, as the Purchase Order and the law require in connection with Delphi's Chapter 11 reorganization case. WESCO reserves all rights to renew its Objection if the Purchase Order is not removed from the list of contracts to be assumed and assigned pursuant to the Sale of Interiors and Closures Businesses.

Dated: January 11, 2008

Respectfully submitted,

KIRKPATRICK & LOCKHART  
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Attorneys for WESCO Distribution, Inc.

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing has been served upon the parties listed below, by first-class United States Mail, postage prepaid, on the 11<sup>th</sup> day of January, 2008:

Delphi Automotive Systems LLC  
ATTN: Legal Staff  
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Troy, MI 48098

Latham & Watkins LLP  
ATTN: Robert J. Rosenberg and  
Mark A. Broude  
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Delphi Corporation  
ATTN: Deputy General Counsel  
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5725 Delphi Drive  
Troy, MI 48098

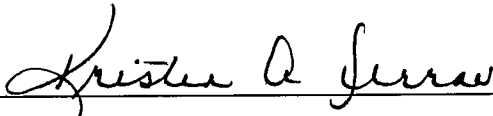
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